

Electronic Frontiers Australia, Inc.

2017 Annual General Meeting – Minutes

Date: 8th October 2017. Location: Internet Relay Chat

Meeting Open

Meeting called to order at 15:01 AEDT

Attendance

Board Members: David Cake (Chair), Angus Murray (Vice-Chair), Katherine Phelps (Secretary), Shaun Haddrill (Treasurer), Andrew Pam, Stuart Greig

Members: Fletcher Boyd, Brenda Aynsley, AndrewScott, Narelle Clark, Steven R. Clark, Ben Elliston, Alan Isherwood. Amanda Ellis, Gabor Szathmari, Mark Walkom, Jin-Oh Choi, Justin Warren, Lachlan Simpson, Liam Pomfret, Lyndsey Jackson, Mark Nottingham, Mike Kent, Nick Bannon, Nick Kavadias, Peter B. Marks, Peter Plumbohm, Peter Tonoli, Rosie Williams.

Proxies received from: Tim Wilson-Brown (to Chair), Derek Garwood (to Chair), Trent Yarwood (to Liam Pomfret), Shaun Khoo (to Angus Murray)

1. Minutes of 2016 AGM

Original motion: That the meeting accept the minutes of the Annual General Meeting held on 27th November 2016 as a true and correct record.

1a. Amendment motion moved:

To amend the motion to be that the meeting accept the minutes of the 2016 AGM held on 27th November 2016 as a true and correct record, and that the IRC transcript of the meeting be appended to the minutes.

Moved: Justin Warren. Seconded: Peter Tonoli

*Result: 8 abstentions.15 in favour. 2 against. **Carried.***

1b. Amended motion moved:

That the meeting accept the minutes of the 2016 AGM held on 27th November 2016 as a true and correct record, and that the IRC transcript of the meeting be appended to the minutes.

Moved: David Cake. Seconded: Lachlan Simpson.

*Result: 5 abstentions.24 in favour. 0 against. **Carried.***

[The transcript of the 2016 AGM is now available on the 2017 AGM page]

2. Annual Accounts

Motion: That the meeting accept the financial report for the 2016-2017 financial year.

Moved: Shaun Haddrill. Seconded Narelle Clark:.

*Result: 3 abstentions.22 in favour. 0 against. **Carried.***

3. Annual Report

Motion: That the meeting accept the 2016-2017 Annual Report of the Board of Management.

Moved: David Cake. Seconded: Mike Kent.

*Result: 2 abstentions.25 in favour. 0 against. **Carried.***

4. Auditor

Original motion: That the meeting authorises and requires the board to appoint an auditor to conduct an audit of the EFA accounts for the 2017-2018 financial year.

4a. Amendment motion moved:

To amend the motion to be that the meeting authorises and requires the board to appoint an auditor to conduct and perform an audit of the EFA accounts for the 2017-2018 financial year within 3 months of the 2017 AGM.

Moved: Angus Murray. Seconded: Peter Plumbohn.

*Result: 0 abstentions. 24 in favour. 0 against. **Carried.***

4b. Amended motion moved:

That the meeting authorises and requires the board to appoint an auditor to conduct and perform an audit of the EFA accounts for the 2017-2018 financial year within 3 months of the 2017 AGM.

Moved: Angus Murray. Seconded: Peter Plumbohn.

*Result: 0 abstentions. 27 in favour. 0 against. **Carried.***

5. Election of the 2016-2017 Board Members

In accordance with Rule 10, there are five Board Member positions vacant. Nominations were received from the following:

- Lyndsey Jackson
- Peter Tonoli
- Liam Pomfret
- David Cake
- Lachlan Simpson
- Andrew Pam
- Shaun Haddrill
- Jin-oh Choi
- Kade Morton (nomination withdrawn)
- Justin Warren

As the number of nominations exceeded the number of vacancies, an election was held, using the Opavote online voting system. All financial members that joined before the close of nominations (3rd September 2017) were eligible to vote in this Board election.

Election results

There were 9 candidates competing for 5 seats. The number of voters is 94 and there were 94 valid votes and 0 empty votes.

| Candidate | Votes received | Outcome |
|------------------|-----------------------|----------------|
| Lachlan Simpson | 57 | Elected |
| Lyndsey Jackson | 56 | Elected |
| Peter Tonoli | 55 | Elected |
| Liam Pomfret | 49 | Elected |
| Shaun Haddrill | 44 | Elected |
| David Cake | 41 | Not elected |
| Justin Warren | 39 | Not elected |
| Andrew Pam | 33 | Not elected |
| Jin-oh Choi | 24 | Not elected |

6. Adoption of new constitution and reincorporation as a Company Limited by Guarantee

Motion: That the meeting authorises the Board to incorporate a company limited by guarantee, to be named Electronic Frontiers Australia, Limited, with a constitution as per the draft published on the 2017 AGM web page (<https://efa.org.au/about/2017agm>), and with the current Board members of Electronic Frontiers Australia, Incorporated as initial directors, and to formulate a transition plan for presentation to the membership for transfer of the membership, assets and operations of Electronic Frontiers Australia, Incorporated, to the new company.

(Note: this is a 'Special Resolution' and therefore requires a 75% majority of votes cast to be carried).

Moved: David Cake. Seconded: Mike Kent.

*Result: 0 abstentions. 26 in favour. 10 against. **Not carried (failed to achieve 75%).***

Meeting Closed

Meeting closed at 18:40 AEDT